

EXHIBIT A

Sirota Declaration

COLE SCHOTZ P.C.

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*Proposed Attorneys for Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

BLOCKFI INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 22-19361 (MBK)

(Jointly Administered)

**DECLARATION OF MICHAEL D. SIROTA, ESQ. IN SUPPORT OF DEBTORS'
APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING THE
EMPLOYMENT AND RETENTION OF COLE SCHOTZ P.C. AS NEW JERSEY
COUNSEL TO THE DEBTORS *NUNC PRO TUNC* TO THE PETITION DATE**

I, MICHAEL D. SIROTA, ESQ. pursuant to 28 U.S.C. § 1746, to the best of my knowledge and belief, and after reasonable inquiry, declare:

1. I am an attorney at law and shareholder of the law firm of Cole Schotz P.C. (“**Cole Schotz**”). Cole Schotz is a law firm of over 170 attorneys, having its principal offices at Court

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A)); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Debtors’ service address is 201 Montgomery Street, Suite 263, Jersey City, NJ 07302.

Plaza North, 25 Main Street, Hackensack, New Jersey 07601, with other offices in New York, Delaware, Maryland, Texas, and Florida. This Declaration (the “**Declaration**”) is submitted pursuant to sections 327, 329, and 504 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2014-1 of the Local Bankruptcy Rules for the District of New Jersey (the “**Local Rules**”).

2. This Declaration is made in support of the *Debtors’ Application for Entry of an Order Authorizing the Employment and Retention of Cole Schotz P.C. as New Jersey Counsel to the Debtors Nunc Pro Tunc to the Petition Date* (the “**Application**”),² filed concurrently herewith. This Declaration also is submitted as the statement required pursuant to Section D.1 of the Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective as of November 1, 2013 (the “**U.S. Trustee Guidelines**”), promulgated by the Office of the United States Trustee (the “**U.S. Trustee**”).

3. I am familiar with the matters set forth herein and make this Declaration in support of the Application.

I. COLE SCHOTZ’S QUALIFICATIONS

4. Cole Schotz’s complex Chapter 11 experience, as well as its extensive practice before this Court, and knowledge of the local rules and practices, make it substantively and geographically ideal to efficiently serve the needs of the Debtors. Cole Schotz regularly represents Chapter 11 debtors throughout New Jersey and, thus, is well qualified to serve as New Jersey counsel to the Debtors in these Chapter 11 proceedings.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

5. Cole Schotz has been actively involved in many major Chapter 11 cases in this District. *See e.g. In re Nat'l Realty Investment Advisors, LLC*, Case No. 22-14539 (JKS); *In re Christopher & Banks Corp.*, Case No. 21-10269 (ABA); *In re RTW Retailwinds, Inc.*, Case No. 20-18445 (JKS); *In re Congoleum Corporation*, Case No. 20-18488 (MBK); *In re SLT Holdco, Inc.*, Case No. 20-18368 (MBK); *In re Modell's Sporting Goods, Inc.*, Case No. 20-14179 (VFP); *In re Cinram Group, Inc.*, Case No. 17-15258 (VFP); *In re Saint Michael's Medical Center, Inc.*, Case No. 15-24999 (VFP); *In re Crumbs Bake Shop, Inc.*, Case No. 14-24287 (MBK); *In re Revel AC, Inc.*, Case No. 14-22654 (GMB); *In re MEE Apparel LLC*, Case No. 14-16484 (CMG); *In re Dots, LLC*, Case No. 14-11016 (MBK); *710 Long Ridge Road Operating Company II, LLC*, Case No. 13-13653 (DHS); *In re Big M, Inc.*, Case No. 13-10233 (MBK); *In re Tarragon Corporation*, Case No. 09-10555 (DHS); *In re Marcal Paper Mills, Inc.*, Case No. 06-21886 (MS); *In re Best Manufacturing Group LLC*, Case No. 06-17415 (DHS).

6. In preparing for its representation of the Debtors, Cole Schotz has become familiar with the Debtors' businesses and many of the potential legal issues that may arise in the context of these Chapter 11 cases. The Debtors believe that Cole Schotz is both well-qualified and uniquely able to represent them in an efficient and timely manner and that the services of Cole Schotz are necessary and essential to the Debtors' performance of their duties as debtors in possession.

7. By separate applications, the Debtors have also asked the Court to approve the retention of (i) Kirkland & Ellis LLP and Kirkland & Ellis International LLP ("**K&E**") and (ii) Haynes and Boone, LLP ("**H&B**") as joint lead counsel to the Debtors. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective

manner, Cole Schotz will coordinate K&E and H&B and any additional firms the Debtors retain regarding their respective responsibilities in these chapter 11 cases.

II. SERVICES TO BE PROVIDED

8. The Debtors seek to retain Cole Schotz as their New Jersey counsel to advise of local rules, procedures, and customs in connection with the performance of the following legal services:

- (a) advise the Debtors of their rights, powers, and duties as debtors in possession in continuing to operate and manage their assets and business;
- (b) provide legal advice and services regarding local rules, practices and procedures including Third Circuit law;
- (c) provide certain services in connection with the administration of the chapter 11 cases including, without limitation, preparing agendas, hearing notices, and hearing binders of documents and pleadings;
- (d) review and comment on proposed drafts of pleadings to be filed with the Court;
- (e) appear in Court and at any meeting with the United States Trustee and any meeting of creditors;
- (f) provide legal advice and services on any matter on which K&E and H&B may have a conflict or as needed based on specialization;
- (g) perform all other legal services for and on behalf of the Debtors which may be necessary or appropriate in the administration of their chapter 11 cases and fulfillment of their duties as debtors in possession.

III. PROFESSIONAL COMPENSATION

9. Cole Schotz intends to apply to the Court for allowance of compensation and reimbursement of out-of-pocket expenses incurred after the Petition Date in connection with the chapter 11 cases on an hourly basis, subject to Court approval and in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the U.S.

Trustee Guidelines, and any orders entered in these cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred.

10. The attorneys and paralegals primarily responsible for representing the Debtors and their current standard hourly rates are:

Name	Title	Hourly Rate
Michael D. Sirota	Member	\$1,200.00
Warren Usatine	Member	\$950.00
Felice Yudkin	Member	\$705.00
Rebecca Hollander	Member	\$550.00
Andreas D. Milliaressis	Associate	\$475.00
Frances Pisano	Paralegal	\$355.00

11. Other attorneys, paralegals, and case management clerks will be involved in representing the Debtors. The range of hourly rates for such professionals are:

Position	Rates
Members	\$485 to \$1,200 per hour
Special Counsel	\$300 to \$730 per hour
Associates	\$325 to \$685 per hour
Law Clerks	\$325 per hour
Paralegals	\$245 to \$410 per hour

12. The hourly rates set forth above are subject to periodic adjustments to reflect economic and other conditions. There are no alternative fee arrangements from customary billing. Further, no professional has varied his or her rate based on geographic location.

13. Cole Schotz will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates in effect on the date such services are rendered.

14. Prior to applying any increases in its hourly rates beyond the rates set forth in the Application, Cole Schotz shall provide ten (10) days' prior notice of any such increases to the Debtors, the United States Trustee, and any official committee appointed in these chapter 11 cases.

15. It is Cole Schotz's policy to charge its clients in all areas of practice for out-of-pocket expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, telephone calls, mail and express mail, special or hand delivery, outgoing facsimiles, photocopying, scanning and/or printing, computer assisted research (which shall not be more than the actual cost incurred by Cole Schotz in performing such research), travel, "working meals," transcription, as well as non-ordinary overhead expenses such as secretarial and other overtime. Cole Schotz will charge for these expenses in a manner and at rates consistent with charges made generally to its other clients, subject to Local Rule 2016-1.

16. Cole Schotz will submit detailed statements to the Court setting forth the services rendered and seeking compensation and reimbursement of expenses (including, when appropriate, authority to apply the Retainer (defined below)).

IV. COMPENSATION RECEIVED FROM THE DEBTORS

17. As set forth in the Sirota Declaration, during the ninety days prior to the Petition Date, the Debtors paid Cole Schotz \$85,852.50 representing Cole Schotz's fees for services rendered and expenses incurred including the filing fees for the Chapter 11 petitions. As of the Petition Date, Cole Schotz was holding, on behalf of the Debtors, a retainer in the amount of \$100,000 (the "**Retainer**") in connection with these chapter 11 cases.

18. As of the Petition Date, Cole Schotz was owed \$25,564.80 by the Debtors or their estates, representing \$25,560.00 in fees for pre-petition services rendered and \$4.80 in pre-petition costs incurred, which amount was incurred in the days leading up to the chapter 11 filing and

relates exclusively to the preparation of these chapter 11 cases (indeed, Cole Schotz has never rendered any services for the Debtors apart from the preparation of these chapter 11 cases). Cole Schotz intends to seek payment of this amount in its first monthly fee statement and first interim fee application filed before this Court and submits that the existence of this *de minimis* claim does not impact Cole Schotz's "disinterestedness" for the purposes of this retention application. *See In re Premiere Enterprises of Whiteville, LLC*, No. 13-04639-8-RDD, 2013 WL 5907790, at *3 (Bankr. E.D.N.C. Nov. 4, 2013) (granting application for retention subject to the bankruptcy administrator's review of the first application for compensation "to determine if all of the fees requested and not paid pre-petition, are relatively modest, traceable temporally to a short period of time before filing, and confined to activities surrounding the preparation of the petition and accompanying papers—the bare-bones, routine and necessary services for filing," noting that a firm is "'disinterested' pursuant to § 327" if those criteria are satisfied, and stating that "if any of the pre-petition fees requested are not specifically relative to the preparation and the filing of the petition, then the Bankruptcy Administrator shall object or in the alternative, the Firm shall waive those objectionable fees requested or request a hearing"); *In re Icon Eyewear, Inc.*, Case No. 19-29733 (JKS), Docket No. 100) (Bankr. D.N.J., Dec. 30, 2019) (order granting application for compensation that included fees related to the preparation of the chapter 11 case).

V. DISINTERESTEDNESS OF PROFESSIONALS

19. Insofar as I have been able to ascertain through diligent inquiry, except as set forth in this Declaration, neither I, Cole Schotz, nor any professional employee of Cole Schotz have any connection with the Debtors, their creditors, any other party-in-interest, their current respective attorneys or professionals, the U.S. Trustee or any person employed in the Office of the U.S. Trustee, nor do we hold or represent any entity having an adverse interest in the Debtors' chapter

11 cases. Notwithstanding the foregoing, Cole Schotz has in the past worked with, continues to work with, and has mutual clients with certain professionals who may represent parties-in-interest in these cases. Neither I, Cole Schotz, nor any professional employee of Cole Schotz is related professionally to the Debtors, their creditors, or any other party-in-interest herein or their respective attorneys or professionals.

20. In preparing this Declaration, I used a set of procedures developed by Cole Schotz to ensure full compliance with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules regarding the retention of professionals by a debtor in possession (the “**Retention Procedures**”). Pursuant to the Retention Procedures, and under my direction and supervision, Cole Schotz performed a conflict of interest search to identify any actual or potential conflicts of interest. The Retention Procedures included:

- (a) Through conversations with the Debtors’ other counsel and financial advisors, a list of the following entities was developed: (i) Debtors and Affiliates; (ii) the Debtors’ Current and Former Directors and Officers; (iii) Equity Holders; (iv) Bankruptcy Professionals; (v) Banks; (vi) Custodians; (vii) Exchanges/Marketplaces; (viii) Government, Taxing Authorities, and Regulatory Agencies; (ix) Indenture Trustee; (x) Insurance; (xi) Joint Provisional Liquidators; (xii) JV Partners; (xiii) Litigation Counterparties; (xiv) Loan Counterparties; (xv) Non-Debtor Professionals; (xvi) Notice of Appearance Parties; (xvii) Ordinary Course Professionals; (xviii) Potential M&A Transaction Counterparties; (xix) Significant Clients;³ (xx) Significant Vendors; (xxi) Top 50 Unsecured Creditors; (xii) US Trustee Personnel, Judges, and Court Contacts for the District of New Jersey; and (xiii) Utilities.

³ The Debtors have more than approximately 700,000 retail and institutional clients. Due to the large number of the Debtors’ clients, Cole Schotz limited its search of its electronic database to only those Debtors’ clients who hold digital assets in an amount of at least \$250,000 on an aggregate basis in their rehypothecated accounts as of the Petition Date.

In the event that the Debtors need to act adversely to particular clients in the future, Cole Schotz will run conflict checks prior to engaging in any such representation and, if any new relevant facts or relationships are discovered, Cole Schotz will supplement its disclosure to the Court. Moreover, in the event Cole Schotz discovers an unwaivable conflict in the future, it will recuse itself from any such representation and K&E and/or H&B will handle the representation.

Certain of these parties are listed on the attached **Exhibit 1** (collectively, the “**Redacted Entity List**”). The names of other parties are withheld from Exhibit 1 pursuant to this Court’s *Interim Order Granting Debtors’ Emergency Motion for Entry of an Order (I) Authorizing the Debtors to File a Consolidated List of Top 50 Unsecured Creditors and Consolidated List of Creditors, (II) Authorizing the Debtors to Redact Certain Personally Identifiable Information of Individual Creditors, Clients, Equity Holders, and Current and Former Employees, (III) Authorizing Client Name Redaction, (IV) Waiving the Requirement to File an Equity List and Provide Notices Directly to Equity Security Holders, and (V) Granting Related Relief* [Docket No. 53] (the “**Unredacted Entity List**” which together with the Redacted Entity List shall collectively be referred to as the “**Entity List**”).

- (b) Cole Schotz maintains a database of current and former clients and related information (the “**Database**”). Cole Schotz (i) searched the Database and compiled a list of those entities for which Cole Schotz attorney fees were billed during the past three years (the “**Client List**”); and (ii) circulated the Unredacted Entity List, via e-mail, to all of its employees in order to solicit potential conflicts or connections that might not be uncovered through the Database.
- (c) Cole Schotz compared the names on the Unredacted Entity List with the names on the Client List and the responses from the employee e-mail solicitation to identify potential matches, to determine whether these matches are with current clients, and, if so, to identify the Cole Schotz personnel responsible for such matters.
- (d) Based on the results of that search and by making general and, when applicable, specific inquiries of Cole Schotz personnel, insofar as I have been able to ascertain after diligent inquiry, neither I, nor Cole Schotz, nor any member, counsel or associate thereof have any connection with, or have an adverse interest to, the parties on the Unredacted Entity List except as set forth on **Exhibit 2** hereto (the “**Disclosure List**”) or disclosed in this Declaration.

21. Approximately twenty of the individuals on the Unredacted Entity List have the same names or names similar to the names of Cole Schotz clients or affiliates of Cole Schotz clients. Although Cole Schotz is endeavoring to determine if the parties on the Unredacted Entity List are, in fact, the parties in the Database, we have not yet concluded our review of this matter. Regardless, Cole Schotz notes that the representations in question are unrelated to the Debtors and these chapter 11 cases (and the majority of the clients in question are estate planning

clients), and Cole Schotz will not represent these individuals in connection with these chapter 11 cases.

22. Separately, Cole Schotz has represented, currently represents, and may in the future represent certain of the Potential M&A Transaction Counterparties (or their affiliates) in matters unrelated to the Debtors' chapter 11 cases. As set forth in more detail in the *Debtors' Motion for Entry of an Order Authorizing the Debtors to File Under Seal the Names of Certain Confidential Transaction Parties in Interest Related to the Debtors' Professional Retention Applications* [Docket No. 127], redacted disclosures related to the Confidential Transaction parties (or their affiliates) are included with this Application and unredacted copies of these disclosures have been or will be made available to the Court, the U.S. Trustee, and counsel to any statutorily formed committees. Cole Schotz notes that all the representations in question are unrelated to the Debtors and these chapter 11 cases, and Cole Schotz will not represent these entities in connection with these chapter 11 cases.

23. In addition, Cole Schotz has represented, currently represents, and may in the future represent entities on the Disclosure List (or their affiliates) in matters unrelated to the Debtors' chapter 11 cases. The Disclosure List reflects that an entity is a "Current Client" if Cole Schotz has any open matters for such entity or a known affiliate of such entity and attorney time charges have been recorded on any such matters within the past three years. The Disclosure List reflects that an entity is a "Former Client" if Cole Schotz represented such entity or a known affiliate of such entity within the past three years based on recorded attorney time charges on a matter and such matter has been formally closed.

24. Except as set forth on the Disclosure List, Cole Schotz has not represented, does not represent, and will not represent any entities on the Disclosure List in matters directly related

to the Debtors or these chapter 11 cases. Moreover, Cole Schotz will not commence a cause of action in these chapter 11 cases against a “Current Client” unless it has an applicable waiver on file or first receives a waiver from such entity allowing it to commence such an action. To the extent that a waiver does not exist or is not obtained from such entity and it is necessary for the Debtors to commence an action against that entity, the Debtors will be represented in such particular matter by one of its other law firms. To the best of my knowledge, none of the entities on the Disclosure List represented more than 1% of Cole Schotz’s revenue for the 2021 calendar year.

25. As a part of Cole Schotz’s bankruptcy and corporate restructuring practice, Cole Schotz’s clientele includes debtors, creditors’ and other statutory committees, institutional creditors, asset purchasers, venture capitalists, secured parties, lessors and contract parties, equity holders, directors and officers, court-appointed fiduciaries, plan sponsors, indenture trustees, and bond insurers. The Debtors have numerous creditors and other parties-in-interest. Cole Schotz may have in the past represented, and may presently or in the future represent, creditors or parties-in-interest in addition to those specifically disclosed herein in matters unrelated to these chapter 11 cases. Cole Schotz believes that its representation of such creditors or other parties in such other matters has not affected and will not affect its representation of the Debtors in these proceedings.

26. In addition to its bankruptcy and corporate restructuring practice, Cole Schotz is a full-service law firm with active real estate, corporate, finance, construction, litigation, environmental, employment, tax, trust and estates, and white-collar defense practices. Cole Schotz appears in cases, proceedings, and transactions involving many different attorneys, accountants,

financial consultants, and investment bankers, some of whom now or may in the future represent or be deemed adverse to claimants or parties-in-interest in these cases.

27. Despite the efforts described above to identify and disclose Cole Schotz's connections with the Entity List, because the Debtors have numerous creditors and other relationships, Cole Schotz is unable to state with certainty that every client representation or other connection has been disclosed. If Cole Schotz discovers additional information that requires disclosure, Cole Schotz will file supplemental disclosure(s) with the Court as promptly as possible.

28. To the best of my knowledge, Cole Schotz has not been retained to assist any entity or person other than the Debtors on matters relating to, or in connection with, these cases. If this Court approves the proposed employment of Cole Schotz as New Jersey counsel to the Debtors, Cole Schotz will not accept any engagement or perform any services in these cases for any entity or person other than the Debtors. Cole Schotz may, however, continue to provide professional services to, and engage in commercial or professional relationships with, entities or persons that may be creditors of the Debtors or parties-in-interest in these cases; *provided, however*, that such services do not and will not relate to, or have any direct connection with, these cases.

29. Thus, pursuant to section 327(a) of the Bankruptcy Code, Cole Schotz does not hold or represent any interests adverse to the Debtors, their creditors, or their estates.

30. Cole Schotz also is a disinterested person within the meaning of section 101(14) of the Bankruptcy Code in that Cole Schotz, its members, counsel, and associates:

- (a) are not creditors, equity security holders, or insiders of the Debtors (except with respect to the *de minimis* \$25,564.80 Cole Schotz is owed for preparing the petition and accompanying papers in the days leading up to these chapter 11 filings which Cole Schotz submits does not impact its "disinterestedness");

- (b) are not and were not, within two years before the Petition Date, a director, officer, or employee of the Debtors; and
- (c) do not hold an interest materially adverse to the interest of the estates or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, or for any other reason.

31. Accordingly, based upon information available to me, I submit that Cole Schotz is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code and the requirements of section 327(a) of the Bankruptcy Code are satisfied in respect of the matters upon which Cole Schotz is to be engaged in these chapter 11 cases.

VI. STATEMENT REGARDING U.S. TRUSTEE GUIDELINES

32. Cole Schotz also will make a reasonable effort to comply with the U.S. Trustee’s requests for information and additional disclosures as set forth in the U.S. Trustee Guidelines, both in connection with the Application and the interim and final fee applications to be filed by Cole Schotz.

33. In that regard, the following is provided in response to the request for additional information set forth in Paragraph D.1. of the U.S. Trustee Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?

Response: No.

Question: Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?

Response: No.

Question: If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

Response: Cole Schotz only represented the Debtors pre-petition for a week and a half prior to the Petition Date. During that time, Cole Schotz did not raise its billing rates. The material financial terms for the pre-petition engagement remain the same as those disclosed in the Application, as that engagement was undertaken on an hourly-fee basis.

Question: Has your client approved your prospective budget and staffing plan, and, if so for what budget period?

Response: Cole Schotz is currently formulating a budget and staffing plan, which it will review with the Debtors.

34. No promises have been received by Cole Schotz nor any member or associate thereof as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code.

35. Pursuant to section 504 of the Bankruptcy Code, no agreement or understanding exists between Cole Schotz and any other person to share any compensation or reimbursement of expenses to be paid to Cole Schotz in these proceedings.

36. The proposed engagement of Cole Schotz is not prohibited by Bankruptcy Rule 5002.

37. Cole Schotz will abide by the terms of any orders entered in these cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred.

38. By reason of the foregoing, I believe Cole Schotz is eligible for employment and retention by the Debtors pursuant to section 327(a) of the Bankruptcy Code and the applicable Bankruptcy Rules and Local Rules.

I hereby declare under the penalty of perjury that the foregoing is true and correct.

Executed on December 22, 2022

/s/ Michael D. Sirota
MICHAEL D. SIROTA

EXHIBIT 1

Redacted Entity List

List of Schedules

<u>Schedule</u>	<u>Category</u>
1(a)	Debtors & Affiliates
1(b)	Current and Former Directors & Officers
1(c)	Equity Holders
1(d)	Bankruptcy Professionals
1(e)	Banks
1(f)	Custodians
1(g)	Exchanges / Marketplaces
1(h)	Government, Taxing Authorities, and Regulatory Agencies
1(i)	Indenture Trustee
1(j)	Insurance
1(k)	Joint Provisional Liquidators
1(l)	JV Partners
1(m)	Litigation Counterparties
1(n)	Loan Counterparties
1(o)	Non-Debtor Professionals
1(p)	Notice of Appearance Parties
1(q)	Ordinary Course Professionals
1(r)	Potential M&A Transaction Counterparties
1(s)	Significant Clients ¹
1(t)	Significant Vendors
1(u)	Top 50 Unsecured Creditors
1(v)	US Trustee Personnel, Judges, and Court Contacts for the District of New Jersey
1(w)	Utilities

¹ The Debtors have more than approximately 700,000 retail and institutional clients. Due to the large number of the Debtors' clients, Cole Schotz limited its search of its electronic database to only those Debtors' clients who hold digital assets in an amount of at least \$250,000 on an aggregate basis in their rehypothecated accounts as of the Petition Date.

SCHEDULE 1(a)

Debtors & Affiliates

BlockFi Asia Pte. Ltd. (Singapore)
BlockFi Cayman LLC
BlockFi Holding UK Ltd. (England & Wales)
BlockFi Inc.
BlockFi International Ltd
BlockFi Investment Products
BlockFi Lending II LLC
BlockFi Lending LLC
BlockFi Management LLC
BlockFi Services Inc.
BlockFi Trading LLC
BlockFi Ventures LLC
BlockFi Wallet
BlockFi Wallet LLC
BV Power Alpha LLC

SCHEDULE 1(b)

Current and Former Directors & Officers

Carr, Alan J.
Corrie, Pamela B.
Frizzley, Jill
Hill, Jennifer
Lauro, Tony
Marquez, Florencia
Prince, Zachary
Tepner, Harvey L.
Vogel, Scott D.
[Confidential]

SCHEDULE 1(c)

Equity Holders

2021 Fintech Industry Fund LLC	Castle Island
3 Arrows Capital	Castle Island Ventures I LP
A210Z Capital LLC	Castle Island Ventures I-A LP
aCrew Diversify Capital Executive Fund (A) LP	CIV Opportunity Series Co-Invest I LP
aCrew Diversify Capital Executive Fund LP	CIV Opportunity Series Co-Invest I LP - (Series 2)
aCrew Diversify Capital Fund (A) LP	CMS
aCrew Diversify Capital Fund (G) LP	CMS Holdings LLC
aCrew Diversify Capital Fund LP	CMT Digital
Akuna Capital	CMT Digital Investments I LLC – Series 3
Akuna Ventures LLC	CMT Digital Ventures Fund I LLC
Altive Master Fund SPC - Altive Pisces Fund SP	Coinbase Global Inc.
Arrington XRP Capital	Coinbase Ventures
Arrington XRP Capital Cayman SPV Ltd.	ConsenSys
Atreides Foundation Master Fund LP	ConsenSys Fund I LP
AVG - PAV BlockFi 2020 Trust	Delly VC LLC
AVGF-PAV1-BlockFi 2018 LLC	Disruptive Innovation Fund LP
Avon Venture Fund I LP	Dolly VC LLC
Avon Ventures	EquityZen Growth Technology Fund LLC - Series 1054
Bain Capital Venture Coinvestment Fund II LP	EquityZen Growth Technology Fund LLC - Series 1070
Bain Capital Venture Fund 2021 LP	EquityZen Growth Technology Fund LLC - Series 1189
Bain Capital Ventures	EquityZen Growth Technology Fund LLC - Series 1274
Base10 Advancement Initiative I LP	Formic Ventures LLC
BC/BL Holdco LLC	Fort Schuyler Ventures LLC
BCIP Venture Associates II LP	FTX
BCIP Venture Associates II-B LP	Gaingels
BCIP Ventures Associates II LP	Gaingels BlockFi 2021 LLC
BCIP Ventures Associates II-B LP	Gaingels BlockFi LLC
BCV 2019-MD Coinvestment II LP	Gaingels Gill BlockFi LLC
BCV 21 Innovators Fund LP	Galaxy Digital
BF, a series of Factorial Funds I LLC	Gemini Investments LP
BL Fund I	Goanna Capital 21Q LLC
BL Fund I, a series of AHP Investments LP	Harvard Management Private Equity Corp.
BL Fund II, a Series of AHP Investments LP	HashKey
BLF 107, a series of SAX Capital Series Fund V LP	HashKey Fintech Investment Fund LP
Blythe Ventures Pty. Ltd.	HDR Cadenza Management Ltd.
Bracket Capital	HRT
Cadenza Ventures Opportunities Fund LP (Series B)	HRT Research LLC

HS Investments IV Ltd.
Hyperion Capital LLC
Hyperion Capital Ltd.
IL2BF, a series of Investlink Holdings
JCDP-6 AI LLC
JCDP-6 QP LLC
Jump Capital
Kenetic
Kenetic Advisors Ltd.
Kenetic Holdings Ltd.
Kristal Advisors (SG) Pte. Ltd.
LBP Fi III LP
LeadBlock Partners (GP) Sarl
LIEC Invest AG
Linqto Liquidshares LLC
Morgan Creek Blockchain Opportunities
Fund II LP
Morgan Creek Blockchain Opportunities
Fund LP
Morgan Creek Capital Management
Morgan Creek Consumer Opportunities
Fund LP
Morgan Creek Digital Fund III LP
Morgan Creek Private Opportunitites Fund
LLC Series H - BlockFi
Morgan Creek Private Opportunities LLC
Series K - BlockFI
MyAsiaVC BLF 157, a series of SAX
Capital Series Fund III LP
NO Investments LLC
Ocean Capital GmbH
Ocean Fidelity GmbH
Olola Investments Pty Ltd.
OÜ Notorious
Paradigm
Paradigm Fund LP
ParaFi Capital
ParaFi Private Opportunities LLC – Series F
Park West Investors Master Fund Ltd.
Park West Partners International Ltd.
PJC
PJC Blockfi SPV LLC
Point Judith Venture Fund IV LP
Polka Dot Ventures Pty Ltd.
Pomp Bracket Digital Assets I LLC
Pomp Bracket Digital Assets II LLC

Pomp Bracket Digital Assets III LLC
Purple Arch Ventures
RCapital BlockFi I, a Series of Republic
Capital Master Fund LP
Recruit Strategic Partners Inc.
RSP Fund VI LLC
Sand Dune Investments LLC
SCB 10X Co. Ltd.
SGP Governance
SLV BlockFi Holding LLC
Social Finance Inc.
SoFi
Susquehanna Government Products LLLP
Sustainable Governance Partners LLC
Tayenthal Ventures UG
TB Asset Management GmbH
The Midnight, a Third Prime Series LLC
(Series: BlockFi)
Third Prime
Tiger Global
Tiger Global Management LLC
Tiger Global PIP 14-7 LLC
Tiny Orange LLC
TONA Investments LP
Trustees of Columbia University
Trustees of Columbia University in the City
of New York, The
TVC
TVC X, a series of The Venture Collective
Holdings LLC
TVC XVII, a series of The Venture
Collective Holdings LLC
Valar Co-Invest 10 LP
Valar Co-Invest 11 LP
Valar Co-Invest 12 LP
Valar Fund V LP
Valar Fund VII LP
Valar Principals Fund V LP
Valar Velocity Fund 2 LP
Valar Ventures LP
Vanderbilt University, The
Winklevoss Capital
Winklevoss Capital Fund LLC
Winklevoss Capital Management LLC
[Confidential]

SCHEDULE 1(d)

Bankruptcy Professionals

Berkeley Research Group

Cole Schotz PC

Haynes and Boone LLP

Kroll Inc.

Kroll Legal

Kroll Restructuring Administration LLC

Moelis & Co.

SCHEDULE 1(e)

Banks

BCB Bancorp Inc.
Capital Union Bank Ltd.
Centre Consortium
FOMO Pay
Signature Bank
Silicon Valley Bank
Silvergate Bank

SCHEDULE 1(f)

Custodians

Anchorage Digital Bank NA
BitGo
Blockdaemon
Coinbase
Deribit
Elwood Technologies Services Ltd.
Fidelity Digital Assets Services LLC
Fireblocks
Fireblocks Inc.
Fireblocks International
Fireblocks Lending
Fireblocks Wallet
Gemini
Gemini Lending LLC
Gemini Trust Co. LLC
Kraken
Paxos

SCHEDULE 1(g)

Exchanges / Marketplaces

Binance
BitFinex
BitMex
ByBit
Celsius Network Ltd.
Coinbase
CoinLoan
Compound Treasury
Crypto.com
Fernhill Corp.
Fidelity Prime
FTX
FTX International
FTX Trading Ltd.
Huobi
Kraken
KuCoin
LMAX
LooksRare
Nexo
Nifty Gateway
OKX
OpenSea
Quadriga
Robinhood
Tagomi Systems Inc.
Terra
Voyager Digital
Wintermute Ltd.

SCHEDULE 1(h)

Government, Taxing Authorities, and Regulatory Agencies

Alabama, State of, Attorney General
Alabama, State of, Department of Labor
Alabama, State of, Department of Revenue
Alaska, State of, Attorney General
Alaska, State of, Department of Labor &
Workforce Development
Alaska, State of, Department of Revenue
Arizona, State of, Attorney General
Arizona, State of, Department of Revenue
Arizona, State of, Industrial Commission
Arkansas, State of, Attorney General
Arkansas, State of, Department of Finance
& Administration
Arkansas, State of, Department of Labor
Bermuda Monetary Authority
California, State of, Attorney General
California, State of, Division of Labor
Standards Enforcement & the Office of
the Labor Commissioner
California, State of, State Board of
Equalization
Colorado, State of, Attorney General
Colorado, State of, Department of Labor &
Employment
Colorado, State of, Department of Revenue
Connecticut, State of, Attorney General
Connecticut, State of, Department of Labor
Connecticut, State of, Department of
Revenue Services
Delaware, State of, Attorney General
Delaware, State of, Department of Labor
Delaware, State of, Division of Revenue
Financial Action Task Force
Florida, State of, Attorney General
Florida, State of, Department of Revenue
Florida, State of, Division of Workforce
Services
Georgia, State of, Attorney General
Georgia, State of, Department of Labor
Georgia, State of, Department of Revenue
Hawaii, State of, Attorney General

Hawaii, State of, Department of Labor &
Industrial Relations
Hawaii, State of, Department of Taxation
Idaho, State of, Attorney General
Idaho, State of, Department of Labor
Idaho, State of, State Tax Commission
Illinois, State of, Attorney General
Illinois, State of, Department of Labor
Illinois, State of, Department of Revenue
Indiana, State of, Attorney General
Indiana, State of, Department of Labor
Indiana, State of, Department of Revenue
Iowa, State of, Attorney General
Iowa, State of, Department of Revenue &
Finance
Iowa, State of, Labor Services Division
Kansas, State of, Attorney General
Kansas, State of, Department of Labor
Kansas, State of, Department of Revenue
Kentucky, Commonwealth of, Attorney
General
Kentucky, Commonwealth of, Labor
Cabinet
Kentucky, Commonwealth of, Revenue
Cabinet
Louisiana, State of, Attorney General
Louisiana, State of, Department of Revenue
Louisiana, State of, Workforce Commission
Maine, State of, Attorney General
Maine, State of, Department of Labor
Maine, State of, Revenue Services,
Compliance Division
Maryland, State of, Attorney General
Maryland, State of, Department of Labor,
Licensing & Regulation
Massachusetts, Commonwealth of, Attorney
General
Massachusetts, Commonwealth of,
Department of Revenue
Massachusetts, Commonwealth of,
Executive Office of Labor & Workforce
Development

Massachusetts, Commonwealth of, Fair
Labor Division, Office of The Attorney
General
Michigan, State of, Attorney General
Michigan, State of, Department of Licensing
& Regulatory Affairs
Michigan, State of, Department of Treasury
Minnesota, State of, Attorney General
Minnesota, State of, Department of Labor &
Industry
Minnesota, State of, Department of Revenue
Mississippi, State of, Attorney General
Mississippi, State of, Department of
Employment Security
Mississippi, State of, Tax Commission
Missouri, State of, Attorney General
Missouri, State of, Department of Revenue
Missouri, State of, Labor & Industrial
Relations Commission
Montana, State of, Attorney General
Montana, State of, Department of Labor &
Industry
Montana, State of, Department of Revenue
National Association of Attorneys General
Nebraska, State of, Attorney General
Nebraska, State of, Department of Labor
Nebraska, State of, Department of Revenue
Nevada, State of, Attorney General
Nevada, State of, Department of Business &
Industry
Nevada, State of, Department of Taxation
New Hampshire, State of, Attorney General
New Hampshire, State of, Department of
Labor
New Hampshire, State of, Department of
Revenue - Administration Unit
New Jersey, State of, Attorney General
New Jersey, State of, Department of Labor
& Workforce Development
New Jersey, State of, Department of
Treasury
New Mexico, State of, Attorney General
New Mexico, State of, Department of
Taxation & Revenue
New Mexico, State of, Department of Work
Force Solutions

New York, State of, Attorney General
New York, State of, Department of
Financial Services
New York, State of, Department of Labor
New York, State of, Department of Taxation
& Finance Bankruptcy Section
North Carolina, State of, Attorney General
North Carolina, State of, Department of
Labor
North Carolina, State of, Department of
Revenue
North Dakota, State of, Attorney General
North Dakota, State of, Department of Labor
North Dakota, State of, Tax Department
Ohio, State of, Attorney General
Ohio, State of, Department of Commerce
Ohio, State of, Department of Taxation
Oklahoma, State of, Attorney General
Oklahoma, State of, Department of Labor
Oklahoma, State of, Tax Commission
Oregon, State of, Attorney General
Oregon, State of, Bureau of Labor &
Industries
Oregon, State of, Department of Revenue
Pennsylvania, Commonwealth of, Attorney
General
Pennsylvania, Commonwealth of,
Department of Labor & Industry
Pennsylvania, Commonwealth of,
Department of Revenue, Office of Chief
Counsel
Puerto Rico, Commonwealth of, Attn:
Bankruptcy Department
Puerto Rico, Commonwealth of, Department
of The Treasury
Rhode Island, State of, Attorney General
Rhode Island, State of, Department of Labor
& Training
Rhode Island, State of, Department of
Revenue
South Carolina, State of, Attorney General
South Carolina, State of, Department of
Labor, Licensing & Regulations
South Carolina, State of, Department of
Revenue
South Dakota, State of, Attorney General

South Dakota, State of, Department of Labor
& Regulation
South Dakota, State of, Department of
Revenue
Tennessee, State of, Attorney General
Tennessee, State of, Department of Labor &
Workforce Development
Tennessee, State of, Department of Revenue
Texas, State of, Attorney General
Texas, State of, Department of Revenue
Texas, State of, Workforce Commission
United States, Government of the, Attorney
General
United States, Government of the,
Commodities Futures Trading
Commission
United States, Government of the,
Department of Justice
United States, Government of the,
Department of Labor, Division of Labor
Standards Enforcement
United States, Government of the,
Department of the Treasury, Internal
Revenue Service
United States, Government of the,
Department of Treasury
United States, Government of the,
Department of Treasury, Office of
Comptroller of Currency
United States, Government of the,
Employment Services
United States, Government of the,
Environmental Protection Agency
Region 1 (CT, MA, ME, NH, RI, VT)
United States, Government of the,
Environmental Protection Agency
Region 10 (AK, ID, OR, WA)
United States, Government of the,
Environmental Protection Agency
Region 2 (NJ, NY, PR, VI)
United States, Government of the,
Environmental Protection Agency
Region 3 (DC, DE, MD, PA, VA, WV)
United States, Government of the,
Environmental Protection Agency

Region 4 (AL, FL, GA, KY, MS, NC,
SC, TN)
United States, Government of the,
Environmental Protection Agency
Region 5 (IL, IN, MI, MN, OH, WI)
United States, Government of the,
Environmental Protection Agency
Region 6 (AR, LA, NM, OK, TX)
United States, Government of the,
Environmental Protection Agency
Region 7 (IA, KS, MO, NE)
United States, Government of the,
Environmental Protection Agency
Region 8 (CO, MT, ND, SD, UT, WY)
United States, Government of the,
Environmental Protection Agency
Region 9 (AZ, CA, HI, NV)
United States, Government of the, Pension
Benefit Guaranty Corp.
United States, Government of the, Securities
and Exchange Commission
Utah, State of, Attorney General
Utah, State of, Labor Commission
Utah, State of, Department of Revenue
Vermont, State of, Attorney General
Vermont, State of, Department of Labor
Vermont, State of, Department of Taxes
Virginia, Commonwealth of, Attorney
General
Virginia, Commonwealth of, Department of
Labor & Industry
Virginia, Commonwealth of, Department of
Revenue
Washington, D.C., Attorney General
Washington, D.C., Department of
Employment Services
Washington, D.C., Office of Tax & Revenue
Washington, State of, Attorney General
Washington, State of, Department of Labor
& Industries
Washington, State of, Department of
Revenue, Taxpayer Account
Administration
West Virginia, State of, Attorney General
West Virginia, State of, Division of Labor

West Virginia, State of, Department of
Revenue

Wisconsin, State of, Attorney General

Wisconsin, State of, Department of

Workforce Development

Wisconsin, State of, Department of

Revenue, Customer Service Bureau

Wyoming, State of, Attorney General

Wyoming, State of, Department of

Workforce Service

Wyoming, State of, Department of Revenue

SCHEDULE 1(i)

Indenture Trustee

Ankura Trust Co. LLC

SCHEDULE 1(j)

Insurance

ACE American Insurance Co.
Arch Insurance Co.
Atlantic Specialty Insurance Co.
AXA XL Specialty Insurance Co.
AXIS Insurance Co.
Beazley Group
Berkley Insurance Co.
Berkshire Hathaway Specialty Insurance
Berkshire
Endurance American Insurance Co.
Illinois National Insurance Co.
Princeton Excess & Surplus Lines Insurance Co., The
Relm Insurance Ltd.
Scottsdale Insurance Co.
Tokio Marine HCC
Westchester Surplus Lines Insurance Co.

SCHEDULE 1(k)

Joint Provisional Liquidators

EY Bermuda Ltd.
EY Cayman Ltd.
[Confidential]

SCHEDULE 1(l)

JV Partners

VCV Digital Infrastructure Alpha LLC

SCHEDULE 1(m)

Litigation Counterparties

Core Scientific
ED&F Man Capital Markets Inc.
Emergent Fidelity Technologies Ltd.
Lake Kentish & Bennett Inc.
Luna
Pulsar Global Ltd.
Quantuma Advisory Ltd.
[Confidential]

SCHEDULE 1(n)

Loan Counterparties

Akuna Digital Assets LLC
Alameda Research Ltd.
Altana Strategy 1
Auros Tech Ltd.
BK Offshore Fund Ltd.
Core Scientific
Cumberland DRW LLC
Druk Holding & Investments Ltd.
Elevated Returns LLC
Fasanara Investments SCSp
Flow Traders BV
Galaxy Digital LLC
GoldenCoin Cayman LLC
GoldenCoin LLC
HRTJ Ltd.
JSCT Cayman
Kenetic Holdings Ltd.
Lakeside Trading LLC
Mountain Cloud Global Ltd.
Noom Ltd.
Payward Inc.
POINT95 Global (Hong Kong) Ltd.
Portofino Technologies AG
PrimeBlock Operations LLC
QED Capital LLC
VCV Digital Infrastructure Alpha LLC
Virtu Financial Singapore Pte. Ltd.
[Confidential]

SCHEDULE 1(o)

Non-Debtor Professionals

Boyle & Valenti Law PC

Gibbons PC

Gorski & Knowlton PC

Hogan Lovells US LLP

McElroy Deutsch Mulvaney & Carpenter LLP

Morgan Lewis & Bockius LLP

Quinn Emanuel Urquhart & Sullivan LLP

Severson & Werson PC

SCHEDULE 1(p)

Notice of Appearance Parties

[Confidential]

SCHEDULE 1(q)

Ordinary Course Professionals

Advokatfirmae Schjodt AS
Allen & Overy LLP
Bradley Arant Boult Cummings LLP
Brody & Browne LLP
CFG, LLC
CohnReznick LLP
Conyers Dill & Pearman LLP
Covington & Burling LLP
CrowdStrike Inc.
Davis Polk & Wardwell LLP
Deloitte & Touche LLP
Deloitte Tax LLP
Details Management Ltd.
Downs Rachlin Martin PLLC
Germano Law LLC
Gunderson Dettmer Stough Villeneuve
Franklin & Hachigian LLP
Hodgson Russ LLP
Hogan Lovells International LLP
Holland & Knight LLP
Intralinks Inc.
Johnson Gardiner, Attorneys At Law
Katten Muchin Rosenman LLP
King & Spalding LLP
KPMG LLP
Linklaters LLP
Linklaters Singapore Pte. Ltd.
Littler Mendelson PC
Locke Lord LLP
Manatt Phelps & Phillips LLP
Maynard Cooper & Gale PC
McAfee & Taft, a Professional Corp.
McLeod Law LLP
Mintz Levin Cohn Ferris Glovsky & Popeo
PC
Morris Nichols Arsht & Tunnell LLP
North River Global LLC
Osler Hoskin & Harcourt LLP
Pensionmark Financial Group LLP
Perkins Coie LLP
PKF O'Connor Davies LLP
Rath Young & Pignatelli PC

Richards & Co.
Rose Law Firm
Schjodt LLP
Simmons & Simmons LLP
Starn O'Toole Marcus & Fisher
Stikeman Elliott LLP
Stoll Keenon Ogden PLLC
Sullivan & Cromwell LLP
Taller Technologies
Walkers (Bermuda) Ltd.
Ward & Smith PA
White & Case LLP
Willis Towers Watson PLC
Y Partners

SCHEDULE 1(r)

Potential M&A Transaction Counterparties

[Confidential]

SCHEDULE 1(s)

Significant Clients

[Confidential]

SCHEDULE 1(t)

Significant Vendors

Accertify Inc.	DHL
Accuity Inc.	DigiCert Inc.
Airbase Inc.	Docker Inc.
Airgas Inc.	Donnelley Financial Solutions Inc.
Alder	Dovetail Digital Ltd.
Alteryx Inc.	Duco Tech Inc.
Amazon Web Services Inc.	DVORA
Amazon.com Inc.	Eden Network
Andco Consulting	Embroker Inc.
Aniket Ltd.	Evolve Bank & Trust
Aon (Bermuda) Ltd.	FedEx Corp.
Aon plc	Financial Conduct Authority
AT&T Inc.	Fireblocks Inc.
Atlassian Corp.	First & 42nd
Auth0 Inc.	Fly Over the City
BambooHR LLC	FTX Trading Ltd.
Bandalier Inc.	Gemini Trust Co.
BitGo Holdings Inc.	GitHub
Blockdaemon Inc.	Global PPL Pte. Ltd.
Blockstream Corp. Inc.	Google
Bloomberg Finance LP	Google Cloud
Brex Inc.	Google G Suite
C Street Advisory	Google Voice Inc.
Canon Inc.	Google Workspace
Capital Properties Inc.	GoTo Technologies USA Inc.
Carta Inc.	Grant Thornton LLP
CF Benchmarks Ltd.	Great-West Trust Co. LLC
Chainalysis Inc.	Hummingbird Regtech Inc.
Cloudflare Inc.	iConnections LLC
Cogency Global Inc.	Impact Tech Inc.
Cogent Communications Holdings Inc.	Irish Life
Coinbase Global Inc.	Iron Mountain Inc.
Coralisle Pension Services Ltd.	Ironclad
CrowdStrike Inc.	JAMF Software
Crown Castle Inc.	KISI Inc.
CSC	Microsoft Corp.
Culture Amp Inc.	Modern Treasury Corp.
Datadog Inc.	Monday.com Ltd.
Deel	Nest Workplace Pension Scheme
Delaware, State of, Franchise Tax	NMLS
Deserve Inc.	Nomics Inc.
Details Management Ltd.	NordVPN SA

Okta Inc.
Papaya Global Inc.
Paperless Inc.
Pensionmark Financial Group
Persona Inc.
Phinx Consultants
Phinx Consultants Group
Phinx/Fleet
Pulumí Corp.
Quench USA Inc.
Regus plc
Round Robin App
Sage Intacct Inc.
Scratch
Scratch Services LLC
Slack Technologies LLC
Splunk Inc.
Stripe Inc.
Taller Technologies
TaxBit Inc.
Thomson Reuters - West
Tiger Consulting Ltd.
TriNet
TriNet Group Inc.
United States Postal Service
Unqork Inc.
UPS Store Inc., The
Visa Inc.
Visa USA Inc.
West Realm Shires Inc.
WeWork Nashville
Y Partners
Zapier Inc.
Zendesk Inc.
ZVI Brener Enterprises

SCHEDULE 1(u)

Top 50 Unsecured Creditors

Ankura Trust Co. LLC, as Trustee for the
Indenture dated as of February 28, 2022
United States, Government of the, Securities
& Exchange Commission
Vrai Nom Investment Ltd.
West Realm Shires Inc.
[Confidential]

SCHEDULE 1(v)

US Trustee Personnel, Judges, and Court contacts for the District of New Jersey

Kaplan, Judge Michael B.
[Confidential]

SCHEDULE 1(w)

Utilities

AT&T
Cogent Communications
Crown Castle
Paperless Inc.

EXHIBIT 2

Redacted Disclosure List

Name of Entity Searched	Name of Entity and/or Affiliate of Entity that is a Cole Schotz Client	Status of Representation
ACE American Insurance Co. (Chubb)	Ace American Insurance Company	Former Client
Ankura	Ankura Consulting	Former Client
Ankura Trust Company LLC	Ankura Consulting	Former Client
Atlantic Specialty Insurance Company	Vector Building Corp.	Current Client
Bain Capital Venture Coinvestment Fund II, LP	Bain Capital Credit	Current Client
Bain Capital Venture Fund 2021, L.P.	Bain Capital Credit	Current Client
Bain Capital Ventures	Bain Capital Credit	Current Client
BCB	BCB Community Bank	Current Client
Berkshire	Northern Natural Gas Company	Former Client [*]
Bloomberg Finance LP	Bloomberg LP	Former Client
Cohn Reznick LLP	Cohn Reznick	Former Client
California Division of Labor Standards Enforcement and the Office of the Labor Commissioner	The People of the State of California	Former Client [*]
California State Board of Equalization	The People of the State of California	Former Client
State of California Attorney General	The People of the State of California	Former Client
Celsius Network Ltd	Celsius Network, Inc.	Former Client
Dvora	Dvora Life, LLC	Current Client [†]
Illinois National Insurance Co. (AIG)	Northern Natural Gas Company	Former Client [*]
The Princeton Excess and Surplus Lines Insurance Co. (Munich Re)	Northern Natural Gas Company	Former Client [*]

* Cole Schotz has an advance waiver permitting it to appear adverse to those clients marked with one asterisk.

† Cole Schotz has not been able to determine whether the entity searched is related to the referenced Cole Schotz client and is disclosing this potential relationship out of an abundance of caution.

Regus	Regus Management Group	Current Client [†]
Thomson Reuters - West	Tradeweb Markets	Former Client
[REDACTED]	[REDACTED]	Current Client
[REDACTED]	[REDACTED]	Current Client* [†]
[REDACTED]	[REDACTED]	Former Client
[REDACTED]	[REDACTED]	Former Client [†]
[REDACTED]	[REDACTED]	Current Client [†]
[REDACTED]	[REDACTED]	Current Client
[REDACTED]	[REDACTED]	Former Client*
[REDACTED]	[REDACTED]	Former Client [†]
[REDACTED]	[REDACTED]	Former Client [†]
[REDACTED]	[REDACTED]	Current Client [†]
[REDACTED]	[REDACTED]	Current Client [†]
[REDACTED]	[REDACTED]	Current Client [†]
[REDACTED]	[REDACTED]	Former Client [†]
[REDACTED]	[REDACTED]	Former Client